

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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BROOKS, HOUGHTON SECURITIES, INC., GERALD
HOUGHTON, KEVIN CENTOFANTI, AND HIROSHI YOSHIDA,

Petitioners,

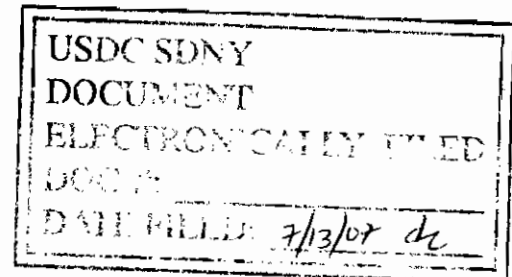
-against-

LIFE PARTNERS HOLDINGS, INC.,

Respondent.
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07 Civ. 6275

BSJ



**ORDER TO SHOW CAUSE WHY AN ORDER
COMPELLING ARBITRATION IN THE AMERICAN ARBITRATION
ASSOCIATION AND DISMISSING OR STAYING THE NASD ARBITRATION
SHOULD NOT BE ENTERED AGAINST RESPONDENT**

Upon the Affidavit of Daniel J. Brown, sworn to on July 10, 2007, the exhibits annexed thereto and the accompanying Memorandum of Law, it is hereby:

1. **ORDERED** that Respondent, Life Partners Holdings, Inc. ("Respondent"), show cause before this Court, at the Federal Court House, 500 Pearl Street, New York, New York, 10007, Room 185 on July 27 2007 at 3:00 o'clock p.m., or as soon thereafter as counsel can be heard, why an order pursuant to Sections 3 and 4 of Title 9 of the United States Code should not issue compelling arbitration in the American Arbitration Association and staying Respondent's NASD proceeding commenced on or about June 13, 2007; and

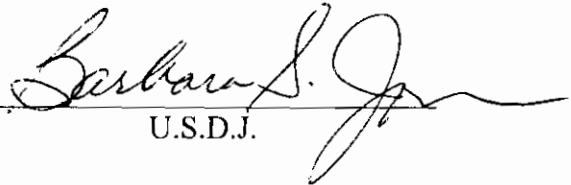
2. **IT IS FURTHER ORDERED** that service of a copy of this order to show cause, the Affidavit of Daniel J. Brown sworn to on July 10, 2007, exhibits annexed thereto, and the Memorandum of Law upon Respondent via facsimile number (251) 751-1025, Attention: R. Scott Peden, Esq. (Respondent's In-House Counsel) and overnight mail at 204 Woodhew Road,

Waco, Texas 76712 on or before 11:59 o'clock p.m. on July 10, 2007 shall be good and sufficient service of this order and notice thereof; and

3. **IT IS FURTHER ORDERED** that opposition papers, if any, to the relief requested be served upon Blank Rome LLP for the attention of Daniel J. Brown, in such manner as to be received by 11:59 pm on July 16, 2007; and

4. **IT IS FURTHER ORDERED** that Petitioners' reply papers, if any, to the Respondent's opposition shall be served upon Respondent's above-listed counsel, in the same manner as described above for service of this order, on or before 11:59 pm o'clock p.m. on July 19, 2007.

Dated: New York, New York
July 10, 2007


U.S.D.J.

